

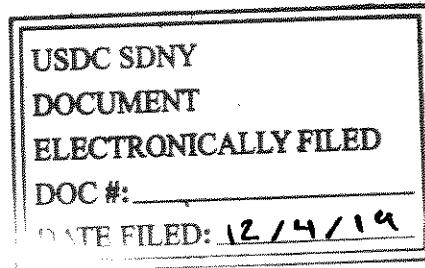


Seyfarth Shaw LLP
620 Eighth Avenue
New York, New York 10018
T (212) 218-5500
F (212) 218-5526

jyu@seyfarth.com

T (212) 218-5524

www.seyfarth.com



MEMO ENDORSED

December 2, 2019

VIA ECF, EMAIL AND HAND DELIVERY

Hon. Denise L. Cote, U.S.D.J.
U.S. District Court for the Southern District of New York

Re: Kelley-Hilton v. Sterling Infosystems Inc.
Civil Action No 19-cv-09963 (S.D.N.Y.)

Granted.
Denise Cote
12/4/19

Dear Judge Cote:

This firm represents defendant Sterling Infosystems Inc. ("Defendant" or "Sterling"). Pursuant to Your Honor's Order, dated November 26, 2019 [Dkt. 35], we have electronically filed redacted versions of the Declarations of Steven Barnett and Danielle Korins, submitted to the Court on November 22, 2019 in opposition to Plaintiff's motion for a preliminary injunction. No redactions were made to the Declaration of Joy Henry.

We have met and conferred with Plaintiff's counsel who has consented to these redactions for purposes of this application.

As set forth in more detail below, the majority of the redacted content reflect communications that are protected from disclosure by the attorney-client privilege. Certain other redacted information contains information that has been designated by Sterling as Confidential, pursuant to this Court's Protective Order.

Specifically the redactions in the Declarations are as follows:

1. Declaration of Steven Barnett:

Certain lines in the Declaration have been redacted because they contain or quote attorney-client communications. These communications are between Steven Barnett, the General counsel to Sterling, and Melissa Kelley-Hilton in her capacity as an employee of Sterling Diligence. They are thus Confidential and Attorneys' Eyes Only, as defined in and pursuant to this Court's Protective Order. Defendant is concerned that disclosure of these communications could constitute a waiver of the privilege.

Defendant respectfully requests that Exhibits D, E, F, G, H, I, J and K also be filed under seal because they are the emails referenced in the Declaration that contain the same attorney-client communications between Mr. Barnett and Ms. Kelley-Hilton.



Hon. Denise L. Cote, U.S.D.J.
December 2 2019
Page 2

2. Declaration of Danielle Korins:

Defendant respectfully requests that Exhibits B and C to the Declaration of Danielle Korins be filed under seal. Exhibit B is a PowerPoint presentation at a Town Hall meeting open only to Sterling employees to explain the business reasons behind Sterling's decision to restructure and rebrand the company. Exhibit C is a transcript of the Town Hall. These documents have been marked Confidential pursuant to the Court's Protective Order because they contain sensitive information about Sterling's business, its marketing and sales strategies, and financial information about the Company, that is not publicly available, and, if disclosed, could harm Sterling's business interests. Copies of these exhibits are enclosed.

In accordance with Your Honor's Individual Rule 4.A., the proposed redactions are highlighted in the hard copy sent to the Court. Copies of the exhibits to be filed under seal are also enclosed in the hard copy to the Court (but not e-filed).

Thank you for Your Honor's consideration.

Respectfully submitted,

SEYFARTH SHAW LLP

/s/ James S. Yu

James S. Yu

cc: All counsel of record (via ECF and Email)